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Before the
UNITED STATES COPYRIGHT ROYALTY JUDGES
The Library of Congress

In the Matter of **DETERMINATION OF RATES AND TERMS FOR MAKING AND DISTRIBUTING PHONORECORDS (PHONORECORDS IV)**	**Docket No. 21-CRB-0001-PR (2023–2027)**

APPLE INC.'S OPPOSITION TO COPYRIGHT OWNERS' MOTION TO COMPEL PRODUCTION OF DOCUMENTS AND INFORMATION FROM SERVICES CONCERNING THEIR RATE PROPOSALS

Apple Inc. ("Apple") hereby submits this opposition to National Music Publishers' Association ("NMPA") and Nashville Songwriters Association International's ("NSAI") (collectively "COs") motion to compel Apple to produce certain documents and information purportedly related to the rates and terms it proposed as part of its written direct statement ("Apple's WDS").

I. INTRODUCTION

The COs are improperly treating discovery as an opportunity to audit the services' past royalty payments. Rather than focus on documents and information directly related to Apple's WDS or relevant to assessing what *future* rates and terms should be, the COs served numerous overbroad discovery requests prying into accounting questions concerning Apple's *past* payments. For example, the requests in the COs' motion include: data regarding any estimates Apple used in reporting past royalty payments (ROG 8); whether the revenue Apple reported to the Mechanical Licensing Collective ("MLC") has ever differed from revenue reported under its direct license agreements (ROG 6; Apple RFP 119); all documents concerning past promotional offerings that Apple was purportedly required to retain under the current statutory mechanical

royalty rates and terms (Apple RFPs 143 & 144); and all documents underlying the past performance royalty totals that Apple reported to the MLC (Apple RFP 123). But whether Apple's past royalty reports were accurate (they were) is not the subject of this proceeding. Probing into such issues, as the COs seek to do, is merely an improper sideshow that is not only unhelpful to this tribunal, but also adds unnecessarily to the burden on the parties and the Judges.

The COs have not offered any credible basis for allowing discovery into these topics. Indeed, what is most striking about the COs' motion is that although document requests must be directly related to a party's written direct statement, the COs *do not cite any* testimony or exhibits in Apple's WDS to support their position. This alone should resolve the motion. The COs also (a) attempt to renege on an agreement between Apple and the COs regarding Interrogatory No. 8 (Section III), (b) move on a document request that was never the subject of a meet-and-confer, nor raised in any communications between the parties (Section VI), and (c) accuse Apple of failing to provide information it provided (Section VII). Accordingly, for the reasons stated herein, the COs' motion should be denied.

II. LEGAL STANDARD

A participant in a royalty rate proceeding may seek documents from an opposing participant that are "directly related" to that participant's written direct statement. 37 CFR § 351.5(b)(1). Documents merely tangentially related to a topic or document mentioned in a written direct statement are not discoverable. *See, e.g.*, Discovery Order 9 Granting in Part Services' Omnibus Motion to Compel SoundExchange to Produce Certain Documents, *In re Determination of Royalty Rates and Terms for Ephemeral Recordings and Digital Performance of Sound Recordings (Web IV)*, Dkt. No. 14-CRB-0001-WR (2016-20) ("*Web IV*, Order 9"*)*, at 4 (Jan. 15, 2015) (documents "tangentially" related to an agreement discussed in a party's written direct statement were not discoverable).

A participant may also seek "no more than 25 interrogatories" concerning information "relevant to the claim or defense of any party." 37 CFR § 351.5(b)(2). The interrogatories must be "reasonably calculated to lead to the discovery of admissible evidence." *Id.* The COs' document requests and interrogatories do not meet these standards.

III. INTERROGATORY 8

> Interrogatory 8: Identify all estimates that You have used in determining any input to any calculation of the payable royalty pool under 37 C.F.R. Part 385 for any of Your Offerings, including as to each such estimate whether the estimate was subsequently adjusted to an actual figure and the adjusted amount.

The COs' motion with respect to Interrogatory No. 8 should be denied because Apple and the COs previously reached agreement regarding the information Apple must provide in response to this Interrogatory and Apple complied with the terms of that agreement. In early December, the COs agreed to narrow this Interrogatory to seek only *the categories* of information that Apple estimated in determining its statutory royalty pool calculations, and not the specific dollar amounts that were estimated. *See* Ex. E at 1 (12/7/21 Ltr. to F. Scibilia) (emphasis added). In hopes of mooting the issue, on December 7, 2021, Apple agreed to respond to this narrowed request. *Id*. at 2 (letter from Apple agreeing to "identify the categories of information reported to the MLC for calculation of Apple's payable royalty pool that have been based on estimates for the time period when Apple began paying under the statutory royalty rate"). The COs subsequently confirmed that the parties "*are in agreement on this Request*, subject to [the] COs' review of the forthcoming information Apple provides." Ex. I at 2 (12/23/21 Ltr. to M. Mazzello) (emphasis added); *see also* Ex. H at 2 (12/21/21 Ltr. to F. Scibilia). Apple then amended its Interrogatory response to identify the categories of information that it estimates, as agreed. Ex. J at 11 (Apple Suppl. ROG Responses (explaining that Apple estimates RESTRICTED

[redacted]. Accordingly, this issue is moot. The COs cannot renege on their agreement.

This request also is not relevant to the claim or defense of any party in this proceeding. Accounting issues related to *past* royalty payments have no bearing on whether Apple's proposed *future* royalty rates and terms are appropriate or represent the rates and terms that a willing buyer and willing seller would adopt. 17 U.S.C. § 115(c)(1)(F); *cf.* Order Denying Services' Motion to Compel COs to Produce Documents Relating to Subpart A Settlement, *In re Determination of Royalty Rates and Terms for the Making and Distributing of Phonorecords (Phonorecords III)*, Docket No. 16-CRB-003-PR (2018-2022), at 2 n.2 (Feb. 14, 2017) (denying motion to compel information about Subpart A settlement where witness looked "retrospectively" at license rates, "not prospectively" at rates for the upcoming rate period).

Apple also did not discuss estimates in its WDS or propose rates and terms concerning estimated figures. The COs similarly have not proposed rates and terms concerning estimates.[2] Therefore, there is no connection between this interrogatory and either party's submission. The COs have not shown otherwise. They argue that information regarding estimates used to calculate past royalty payments is relevant because the information is necessary for a "complete picture of the royalties paid and the impact of the Services' proposed estimates." COs' Br. at 6. But again, Apple is *not proposing* any estimates. And to the extent past royalty payments are relevant at all, the COs already have a thorough picture of Apple's past payments. Apple

[1] Apple served its supplemental interrogatory responses the day after the COs moved to compel. Had the COs notified Apple that they were about to file, Apple could have informed the COs that its supplemental responses were forthcoming.

[2] Both Apple and the COs adopt language from prior *Phonorecords* rates stating that the data provided shall be "in good faith" and based on "the best knowledge, information, and belief at the time," but neither includes provisions about estimated data.

produced (1) all of the monthly royalty reports it has provided to the MLC since Apple began [redacted]; (2) step-by-step calculations of what Apple's royalty payments would have been in every month from January 2017 to present under the *Phonorecords II* and *Phonorecords III* royalty rates, [redacted]; (3) a summary of Apple's mechanical and performance royalty payments by offering each month from January 2017 through June 2021; and (4) subscribership data for each month from January 2017 to June 2021. Thus, to the extent the COs claim they need a "complete picture" of Apple's past royalty payments, they have it. Further prying into estimates that Apple may have used in calculating mechanical royalties is not reasonable discovery into relevant information. It is an audit.

IV. APPLE RFP 115 AND INTERROGATORY NO. 6

> Apple RFP 115:[3] Documents sufficient to show each distinct revenue total that You have reported to The MLC or any sound recording or musical work licensor in any respective period for any product or service that includes any of Your Eligible Digital Music Services.
>
> Interrogatory No. 6: Identify and explain each instance in which You reported to any Licensor different revenues in connection with any Eligible Digital Music Service than the Revenues that you reported for the Eligible Digital Music Service for the respective period(s) in connection with the payable royalty pool under 37 C.F.R. Part 385. (Revenues reported quarterly should be compared to the sum of the Revenues reported for the respective three monthly periods).[4]

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[3] The COs erroneously refer to this request as Apple RFP 119, but the text matches RFP 115. *Compare* COs' Br. at 8 *with* CO Ex. 2 at 150.

[4] The COs have known since at least December 7, 2021 that Apple would not respond to this Interrogatory. Ex. E at 1 (12/7/2021 Ltr. to F. Scibilia). While discovery motions concerning ripe issues typically are due on the last day of discovery, the parties mutually agreed to extend the motion to compel deadline on issues for which they were at an impasse until January 10, 2022. The COs, however, waited an additional two and a half weeks to file their motion. It should be denied with respect to this Request, and any other Request for which the parties were at an impasse before the close of discovery, for the additional reason that the motion is untimely. Dates by which the parties were at an impasse with respect to each request are noted in footnotes.

RFP 115 seeks documents regarding each and every revenue total that Apple reported to record labels, Performance Rights Organizations ("PROs"), publishers, and any other licensors of musical works or sound recordings for the use of their copyrighted works in connection with interactive streaming on Apple Music over the past five years. Interrogatory No. 6 asks Apple to compare and identify each and every instance in which it reported revenue to one of these licensors that differed from the revenue it reported under the statutory mechanical license. These requests are not relevant, reasonably calculated to lead to the discovery of admissible evidence, or directly related to Apple's WDS.

Each license agreement under which Apple pays royalties in connection with interactive streaming has its own terms and reporting obligations. Comparing revenue reported under the statutory scheme to revenue reported under entirely different licenses, with their own rates and terms, often for rights *other than* the mechanical right, says nothing about the revenue calculation in Apple's rate proposal. Indeed, contrary to the COs' claim, even if the revenue reported to one licensor differed from the revenue reported to the MLC, that would say nothing about how Apple plans to report future revenues under its rate proposal.

Tellingly, the COs do not cite a single statement in Apple's WDS to support their motion or establish the requisite nexus between the requested discovery and Apple's WDS. 37 CFR § 351.5(b)(1). Nor do they point to any Apple licenses that use the same revenue definition as Apple proposes here. Instead, they seem to argue that Apple's proposal of a percentage of revenue rate structure entitles the COs to unfettered discovery into every instance in which Apple has ever reported revenue to a licensor in connection with Apple Music. This is not how discovery works. *See, e.g., Web IV*, Order 9, at 4 (merely mentioning an agreement does not "render discoverable every document connected in some way to that agreement"). Document

requests must be directly related to a party's written direct statement, and interrogatories must seek relevant information. 37 CFR § 351.5(b). These requests satisfy neither standard.

The requests are also highly burdensome. Since January 2017, Apple RESTRICTED RESTRICTED, for the use of their musical works and sound recordings on Apple Music. This request would require Apple to produce documents showing the revenue reported to each of these RESTRICTED, every quarter for five years and then compare each of those numbers to the revenue reported to the MLC to identify any discrepancies. But again, the COs have not articulated what this accounting issue has to do with what the appropriate royalty rates and terms should be. There is no compelling reason for requiring the requested discovery, let alone a benefit that would justify forcing the services to undertake such an onerous exercise. The motion to compel responses to Apple RFP 115 and Interrogatory 6 should be denied.

V. APPLE RFP 22

> Apple RFP 22: Documents sufficient to show all revenues that You receive from Digital Service Providers in connection with the distribution of their Services through Your app store, broken down at every level of specificity at which it is maintained by You.[5]

The COs seek revenue data regarding Apple's App Store, a non-music line of business that is separate and distinct from Apple's interactive streaming service, Apple Music. They claim such documents are discoverable because Apple proposes that services should be able to deduct fees paid to distribution partners from their revenue calculations for purposes of determining mechanical royalties. This argument fails.

[5] The COs have known since at least December 2, 2021 that Apple would not respond to this request. Apple Ex. B at 5 (Dec. 2, 2021 Ltr. to F. Scibilia); *see also* Apple Ex. D at 4 (12/6/2021 Ltr. to M. Mazzello) (letter from COs confirming the parties are at an impasse).

First, Apple makes no arguments in its WDS about its App Store, and the COs do not claim otherwise. Nor did Apple submit any exhibits, briefing, or testimony suggesting that Apple Music somehow drives App Store revenue. This lack of connection between Apple's App Store revenue and its WDS is fatal to the COs' motion. 37 CFR § 351.5(b)(1).

Second, Apple's proposal that services should be able to deduct distributor commissions or billing fees from their revenue calculation for purposes of paying mechanical royalties for interactive streaming does not open the door to discovery into Apple's App Store income. As explained above, Apple Music and Apple's App Store are separate lines of business and there is no evidence that Apple Music drives App Store revenue (it does not).

Moreover, Apple did not discuss this revenue deduction category in its WDS. Rather, its fact witness made only a passing reference to the deduction in her written testimony, stating that the "calculation of service revenue should be revised to improve clarity and provide a deduction for certain costs, such as taxes and third party billing fees, that are unavoidable in providing interactive streaming services to the public." Apple's WDS, Vol. 2, Segal Testimony ¶ 111. This does not render information regarding Apple's revenue from a *different line* of business discoverable. *See, e.g.*, *Web IV*, Order 9, at 4 (mentioning an agreement does not "render discoverable every document connected in some way to that agreement"), 6 (finding an "insufficient nexus" between request for all Board minutes and a "background" discussion regarding the composition or diversity of the Board).

Nor does Apple's inclusion of this revenue deduction category in its Rate Proposal put the subject matter of distributor billing fees "squarely at issue" as the COs claim. COs' Br. at 12. Documents are discoverable only if they "directly relate[]" to a party's *written direct statement,* i.e., its testimony and exhibits. 37 C.F.R. § 351.5(b)(1); 37 CFR § 351.4 (explaining that the

"written direct statement shall include all testimony, including each witness's background and qualifications, along with all the exhibits"). Even in the rare instances where the Judges have cited an aspect of a rate proposal as a basis for granting discovery, they have required a very tight nexus between the discovery and the rate terms. For example, in *Phonorecords III*, the COs sought discovery of all documents concerning any equity that a record label acquired in Spotify because Spotify proposed a TCC rate prong. Order Granting in Part and Denying in Part Copyright Owners' Motion to Compel Production of Documents Concerning Record Label Ownership Equity in Spotify, *Phonorecords III*, Docket No. 16-CRB-0003-PR (2018-22) (Feb. 9, 2017) (*"Phono III* Order"). The Judges denied the request, except to the extent the label acquired equity *as compensation for licensing* because that was the only equity stake directly related to Spotify's Written Direct Statement. *Id*. at 3–4. Just as the COs could not use a TCC prong as springboard for obtaining discovery regarding all label equity stakes in Spotify, they cannot use a proposed term regarding a deduction to revenue for Apple Music as a springboard for obtaining discovery regarding Apple's revenue from a *different* service.

Finally, the COs' claim that Apple, Amazon, and Google are "the only entities with [the] information" regarding distributor commissions because they operate online distribution platforms is disingenuous. COs' Br. at 12. Apple, for example, RESTRICTED RESTRICTED RESTRICTED. Apple understands that other services have agreed to provide similar information, so that the COs can evaluate the impact of the proposed deductions. *See* COs' Br. at 12. Therefore, contrary to their claim, the COs do not need information about App Store commissions from Apple to evaluate the impact of the proposed revenue deductions.

VI. APPLE RFPS 143 & 144

> Apple RFP 144: All Documents concerning Your Promotional Offerings that You are required to retain pursuant to 37 C.F.R. Part 385 (2017), including 37 C.F.R. [§§] 385.14(a)(3) or 385.24(c).[6]
>
> Apple RFP 143: All Documents concerning Your Promotional Offerings that You are required to retain pursuant to 37 C.F.R. § 385.4....

The COs ask Apple to produce all documents that it purportedly was "required to retain" concerning Promotional Offerings under the *Phonorecords II* rates and the vacated *Phonorecords III* decision. Its request should be denied. *First*, RESTRICTED RESTRICTED. Therefore, Apple had no obligation to retain any information required by statute until then. This alone should moot these requests to the extent they seek information before January 2021.

Second, documents concerning "Promotional Offerings" are not "directly related" to Apple's WDS. 37 CFR § 351.5. The COs do not cite any briefing or testimony from Apple discussing Promotional Offerings. Nor could they. The only place Apple mentions such offerings is in a footnote to its expert's testimony explaining that the Judges have traditionally allowed a zero-royalty rate without a minima for certain types of uses, like Purchased Content Locker Services and promotional offerings. Apple's WDS, Vol. 2, Prowse Testimony ¶ 259 n. 240. This brief footnote describing the Judges' past rate decisions does not support the COs' motion for extensive documents and information concerning Promotional Offerings. *See, e.g.*, *Web IV,* Order 9, at 4, 6.

Apple's proposal of a zero royalty rate for Promotional Offerings—like that previously adopted in both *Phonorecords II* and the vacated *Phonorecords III* proceeding—also does not

[6] The parties have been at an impasse on this Request since at least December 23, 2021. Ex. I at 4 (12/23/21 Ltr. to M. Mazzello).

entitle the COs to broad access to documents concerning Apple's Promotional Offerings. Parties do not get wide-ranging discovery into any aspect of a business that happens to be mentioned in its proposed regulations. There must be a direct relationship between the request and the party's WDS. 37 C.F.R. § 351.5(b)(1). The COs identified no such connection. Nor have they even tried to explain why the particular data they seek about Promotional Offerings is relevant or discoverable. The information sought includes, among other things, (a) identification of the sound recordings and musical works involved in each Promotional Offering, (b) the artists involved, (c) the release dates of the sound recordings, (d) a brief statement of the promotional activities authorized, (e) the identity of the Offering or Offerings for which the zero-rate is authorized (including the internet address if applicable), and (f) the beginning and end date of each zero rate Offering." 37 CFR § 385.4(a). There simply is no nexus between this extensive detail and the issues before the Judges.

Third, the COs misleadingly suggest that these document requests somehow relate to Apple's proposed zero-royalty rates for trial periods. They do not. Rather, these requests seek information about "Promotional Offerings" only, which the COs define as having the "same meaning as in [Apple's] Rate Proposal," i.e., the digital transmission of a segment of a sound recording that does not exceed 90 seconds for free for the primary purpose of promoting the sale or other paid use of that sound recording or promoting the artist. Apple's Proposed Rates & Terms at 6. Therefore, the COs cannot rely on any proposals or discussions regarding free trials to support their motion with respect to these requests.

Finally, Apple and the COs never met and conferred regarding RFP 143. Nor did the COs raise their dispute with respect to this RFP before the close of discovery. In fact, across nine letters exchanged between the parties concerning discovery served on Apple, RFP 143 is

not mentioned once. *See* Exs. A to I. The COs' motion with respect to RFP 143 should be denied for this additional reason—it failed to meet and confer or otherwise raise this issue before the close of discovery. 37 CFR § 351.5(b)(1) (parties must meet and confer before moving to compel).

VII. INTERROGATORY 12

> Interrogatory 12: Identify all Promotional Offerings, promotions or other programs where You offered free trials or discounted the Pricing of any of Your Offerings (each a "Promotion"), including the dates and description of each Promotion, the promotional discount offered, the number of end users and plays made under the Promotion, and the number and percentage of end users and plays made under the Promotion which You included in the calculation of payable royalty pools and Plays reported under 37 C.F.R. Part 385.[7]

The COs accuse Apple of refusing to produce the information requested in this Interrogatory. COs' Br. at 14–15. Not so. Rather, Apple *produced* data showing the number of subscribers to its free trials and discounted plans for each month dating back to January 2017. Apple's WDS, Vol. 3, Ex. 2 at 19–28 (listing subscribership data per month for free trials, carrier trials, and three-months-for-the-price-of-one win-back plans for both individuals and families). It also produced numerous presentations analyzing listening behavior and engagement among trial subscribers. To resolve this dispute, prior to filing this opposition, Apple supplemented its Interrogatory response to provide the COs with citations to these previously produced documents. Ex. K (Suppl. Resp. to ROG 12). Apple also agreed to provide a document sufficient to show the number of plays from discounted and free Apple Music offerings, as well as descriptions of such offerings, dating back to January 2017, to the extent such information is maintained in the ordinary course of business. This should resolve the issue.

[7] The parties have been at an impasse with respect to this Interrogatory since at least December 3, 2021. Ex. C at 1 (12/3/21 Ltr. to M. Mazzello).

To the extent the COs demand *additional* information from Apple in response to Interrogatory No. 12, they have not shown that such information is discoverable. The specific dates of past offerings have no bearing on, or relevance to, whether Apple's proposed future rates are appropriate. The number and percentage of end users and plays from *past* promotions and discounts that Apple included in its *past* statutory royalty payments are similarly irrelevant. In other words, whether Apple offered a discount four years ago, included a certain win-back subscriber in its royalty calculation nine months ago, or paid statutory royalties on *past* trial plays says nothing about the reasonableness of Apple's future rate proposal under the willing buyer willing seller standard. Again, the COs appear to be using discovery to pry into past accounting rather than focus on information specifically relevant to this proceeding.

Apple also does not have information regarding the percentage and number of subscribers and plays from its free and discounted plans that were included in its past statutory royalty payments readily available. Providing such information would be an extensive undertaking requiring Apple to cross check data provided to the MLC with data concerning its trial and discounted offerings and compare the two for each month for which it reported data. As the COs provided no information regarding why such information would be useful or relevant, there is no basis for requiring Apple to complete this exercise. Apple also notes that to the extent the COs want to know how the number of subscribers Apple reported to the MLC under the current statutory rate compares to the total number of Apple Music subscribers, including subscribers in a trial period, Apple already produced data from which the COs can make this determination.[8]

[8] Specifically, Exhibit 2 to Apple's WDS shows the number of subscribers per month to Apple Music, including subscribers to free trials. These numbers can be compared to the data reported to the MLC under the statutory rate.

Apple should not be burdened with irrelevant data gathering when the COs can gather the information on their own.[9]

VIII. APPLE RFP 123

> Apple RFP 123: All Documents underlying each distinct Performance Royalty total that You have reported to any musical work licensor in any period for any product or service that includes any of Your Eligible Digital Music Services, including all data, formulas and code referenced or used to calculate the revenue total.[10]

RFP 123 is precisely the type of broad, nonspecific discovery request, completely disconnected from Apple's WDS, that the CRB does not allow. 37 CFR § 351.5. Apple has provided the COs with its monthly performance royalty payments for the use of musical works on Apple Music. The COs offer no explanation as to why this is insufficient or how "all data, formulas and code referenced or used to calculate the revenue total" directly relates to Apple's WDS. Nor could they, as Apple's WDS does not discuss its methodology for calculating performance royalties. Lacking a connection to Apple's WDS, the COs argue that Apple's proposal to allow services to deduct performance royalties from the all-in royalty calculation—an aspect of Apple's proposal on which there *is no dispute* as the COs *also* propose deducting performance royalties—entitles the COs to any document in any way underlying Apple's

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[9] Interrogatory No. 12 also exceeds the 25 Interrogatory limit, as Interrogatories 1 through 11 contain numerous subparts that each count as a separate Interrogatory. *See, e.g.*, Ex. 2 at 270 (ROG 1 contains parts "a" and "b"), 239 & 254 (ROG 2 incorporates the term "Bundle Information," which includes three distinct subparts: price of the whole bundle; components of the bundle; and price of each component), 255-256 (ROG 3 contains eight subparts, including (a) identifying all user data gathered by Apple, (b) stating who has accessed it, (c) describing the access, (d) identifying all consideration received for the access, and (e) identifying all agreements authorizing such access). The motion to compel information responsive to Interrogatory No. 12 should be denied for this reason as well. 37 CFR § 351.5(b)(2).

[10] The parties have been at an impasse with respect to this Request since at least December 23, 2021. Ex. I at 4 (12/23/2021 Ltr. to M. Mazzello).

calculation of performance royalties. Discovery is not so broad. *See, e.g., Phono III* Order at 3–4; *Web IV*, Order 9 at 4, 6.

It also is not clear what the COs expect the services to produce. Are they seeking records of the individual payments from each Apple Music subscriber? Should Apple produce every database query it runs when calculating performance royalties under its directly negotiated PRO deals? Such information is not relevant or probative of the issues before the Judges. The COs know how much Apple pays in performance royalties each quarter and the monthly performance royalty deduction it would have taken in every month since January 2017 had it been paying under the statutory royalty. There is no basis for demanding documents or data "underlying" these performance royalty calculations, other than to try to expose inaccurate past payments. That is not the purpose of this proceeding.

IX. CONCLUSION

For the foregoing reasons, the COs' motion to compel should be denied.

Dated: February 3, 2022

Respectfully submitted,

/s/ Dale M. Cendali

Dale M. Cendali (N.Y. 1969070)
Claudia Ray (N.Y. 2576742)
Mary Mazzello (N.Y. 5022306)
Johannes Doerge (N.Y. 5819172)

KIRKLAND & ELLIS LLP
601 Lexington Avenue
New York, NY 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-6460
dale.cendali@kirkland.com
claudia.ray@kirkland.com
mary.mazzello@kirkland.com
johannes.doerge@kirkland.com

Attorneys for Apple Inc.

Proof of Delivery

I hereby certify that on Thursday, February 03, 2022, I provided a true and correct copy of the Apple Inc.'s Opposition to Copyright Owners' Motion to Compel Production of Documents and Information From Services Concerning Their Rate Proposals to the following:

Spotify USA Inc., represented by Joseph Wetzel, served via ESERVICE at joe.wetzel@lw.com

Pandora Media, LLC, represented by Benjamin E. Marks, served via ESERVICE at benjamin.marks@weil.com

Joint Record Company Participants, represented by Susan Chertkof, served via ESERVICE at susan.chertkof@riaa.com

Google LLC, represented by Gary R Greenstein, served via ESERVICE at ggreenstein@wsgr.com

Copyright Owners, represented by Benjamin K Semel, served via ESERVICE at Bsemel@pryorcashman.com

Johnson, George, represented by George D Johnson, served via ESERVICE at george@georgejohnson.com

Zisk, Brian, represented by Brian Zisk, served via ESERVICE at brianzisk@gmail.com

Powell, David, represented by David Powell, served via ESERVICE at davidpowell008@yahoo.com

Amazon.com Services LLC, represented by Joshua D Branson, served via ESERVICE at jbranson@kellogghansen.com

Signed: /s/ Mary C Mazzello